STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3
AMENDED REPORT ☑

APPLICATION FOR PERMIT TO DRILL

1. WELL NAME and NUMBER
UTE 13-1B-4-1

2. TYPE OF WORK
DRILL NEW WELL ● REENTER P&A WELL ○ DEEPEN WELL ○

3. FIELD OR WILDCAT
LELAND BENCH

4. TYPE OF WELL
Oil Well Coalbed Methane Well: NO

5. UNIT or COMMUNITIZATION AGREEMENT NAME

6. NAME OF OPERATOR
FINLEY RESOURCES INC

7. OPERATOR PHONE
817 231-8735

8. ADDRESS OF OPERATOR
PO Box 2200, Fort Worth, TX, 76113

9. OPERATOR E-MAIL
awilkerson@finleyresources.com

10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)
14-20-H62-4896

11. MINERAL OWNERSHIP
FEDERAL ○ INDIAN ● STATE ○ FEE ○

12. SURFACE OWNERSHIP
FEDERAL ○ INDIAN ○ STATE ○ FEE ●

13. NAME OF SURFACE OWNER (if box 12 = 'fee')
Coleman, et al.

14. SURFACE OWNER PHONE (if box 12 = 'fee')
435-654-1666

15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')
148 West Center Street, Heber City, UT 84032

16. SURFACE OWNER E-MAIL (if box 12 = 'fee')

17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')
Ute Indian Tribe

18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS
YES ○ (Submit Commingling Application) NO ●

19. SLANT
VERTICAL ● DIRECTIONAL ○ HORIZONTAL ○

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	462 FNL 462 FEL	NENE	13	4.0 S	1.0 E	U
Top of Uppermost Producing Zone	462 FNL 462 FEL	NENE	13	4.0 S	1.0 E	U
At Total Depth	462 FNL 462 FEL	NENE	13	4.0 S	1.0 E	U

21. COUNTY
UINTAH

22. DISTANCE TO NEAREST LEASE LINE (Feet)
462

23. NUMBER OF ACRES IN DRILLING UNIT
40

25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)
185

26. PROPOSED DEPTH
MD: 8500 TVD: 8500

27. ELEVATION - GROUND LEVEL
5133

28. BOND NUMBER
RLB 0011294

29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE
43-8496

Hole, Casing, and Cement Information

String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
COND	17.5	13.375	0 - 60	48.0	H-40 ST&C	0.0	Class G	41	1.17	15.8
SURF	12.25	8.625	0 - 350	32.0	J-55 ST&C	8.6	Premium Lite High Strength	47	3.53	11.0
							Class G	111	1.17	15.8
PROD	7.875	5.5	0 - 8500	15.5	J-55 LT&C	9.5	50/50 Poz	961	1.24	13.2

Returned Unapproved

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

- ☑ WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER
- ☑ COMPLETE DRILLING PLAN
- ☑ AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)
- ☐ FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
- ☐ DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)
- ☑ TOPOGRAPHICAL MAP

NAME Don Hamilton **TITLE** Agent **PHONE** 435 719-2018

SIGNATURE **DATE** 05/03/2012 **EMAIL** starpoint@etv.net

API NUMBER ASSIGNED 43047526350000 **APPROVAL**

Received: May 10, 2012

Finley Resources, Inc.
UTE 13-1B-4-1
462' FNL & 462' FEL NE/4 NE/4, Sec 13, T4S, R1E, U.S.B.&M.
Uintah County, UT

Drilling Program

1. Formation Tops

Surface	5,133'
Green River	2,498'
Black Shale	6,403'
Uteland Butte	6,858'
Wasatch	7,343'
TD	8,500'

2. Depth to Oil, Gas, Water, or Minerals

Black Shale	6,403'	-	6,858'	(Oil)
Uteland Butte	6,858'	-	TD	(Oil)

Fresh water may be encountered in the Duchesne Formation, but is not expected below about 300'.

3. Pressure Control

Section	BOP Description
Surface	12-1/4" diverter
Interm/Prod	The BOP and related equipment shall meet the minimum requirements of Onshore Oil and Gas Order No. 2 for equipment and testing requirements, procedures, etc for a 5M system.
	A 5M BOP system will consist of 2 ram preventers (double or two singles) and an annular preventer (see attached diagram). A choke manifold rated to at least 5,000 psi will be used.

4. Casing

Description	Interval		Weight (ppf)	Grade	Coup	Pore Press @ Shoe	MW @ Shoe	Frac Grad @ Shoe	Safety Factors		
	Top	Bottom							Burst	Collapse	Tension
Conductor	0'	60'	48	H-40	STC	--	--	--	1,730	770	322,000
13 3/8									--	--	--
Surface	0'	358'	32	J-55	STC	8.33	8.6	11	3,930	2,530	417,000
8 5/8									21.57	21.27	36.40
Production	0'	8,500'	15.5	J-55	LTC	9	9.5	11	4,810	4,040	217,000
5 1/2									1.54	1.21	1.65

Received: May 03, 2012

Assumptions:

Surface casing MASP = (frac gradient + 1.0 ppg) - (gas gradient)
Intermediate casing MASP = (reservoir pressure) - (gas gradient)
Production casing MASP = (reservoir pressure) - (gas gradient)
All collapse calculations assume fully evacuated casing with a gas gradient
All tension calculations assume air weight of casing
Gas gradient = 0.1 psi/ft

All casing shall be new.
All casing strings shall have a minimum of 1 centralizer on each of the bottom 3 joints.

5. Cement

Job	Hole Size	Fill	Slurry Description	ft^3 / sacks	OH excess	Weight (ppg)	Yield (ft^3/sk)
Conductor	17 1/2	60'	Class G w/ 2% KCl + 0.25 lbs/sk Cello Flake	48 / 41	15%	15.8	1.17
Surface Lead	12 1/4	200'	Premium Lite II w/ 3% KCl + 10% bentonite	165 / 47	100%	11.0	3.53
Surface Tail	12 1/4	158'	Class G w/ 2% KCl + 0.25 lbs/sk Cello Flake	130 / 111	100%	15.8	1.17
Production Tail	7 7/8	5,500'	50/50 Poz/Class G w/ 3% KCl + 2% bentonite	119[illegible] / 961	25%	13.2	1.24

The surface casing will be cemented to surface. In the event that cement does not reach surface during the primary cement job, a remedial job will be performed.

Actual cement volumes for the production casing string will be calculated from an open hole caliper log, plus 25% excess.

6. Type and Characteristics of Proposed Circulating Medium

Interval	Description
Surface - 358'	An air and/or fresh water system will be utilized.
358' - TD	A water based mud system will be utilized. Hole stability may be improved with additions of KCl or a similar inhibitive substance. In order to control formation pressure the system will be weighted with additions of bentonite, and if conditions warrant, with barite. Anticipated maximum mud weight is 9.5 ppg.

7. Logging, Coring, and Testing

Logging: A dual induction, gamma ray, and caliper log will be run from TD to the base of the surface casing. A compensated neutron/formation density log will be run from TD to the top of the Garden Gulch formation. A cement bond log will be run from PBTD to the cement top behind the production casing.

Cores: As deemed necessary.

Received: May 03, 2012

DST: There are no DST's planned for this well.

8. Anticipated Abnormal Pressure or Temperature

Maximum anticipated bottomhole pressure will be approximately equal to total depth (feet) multiplied by a 0.47 psi/ft gradient.

8,500' x 0.47 psi/ft = 3978 psi

No abnormal temperature is expected. No H_2S is expected.

9. Other Aspects

This is planned as a vertical well.

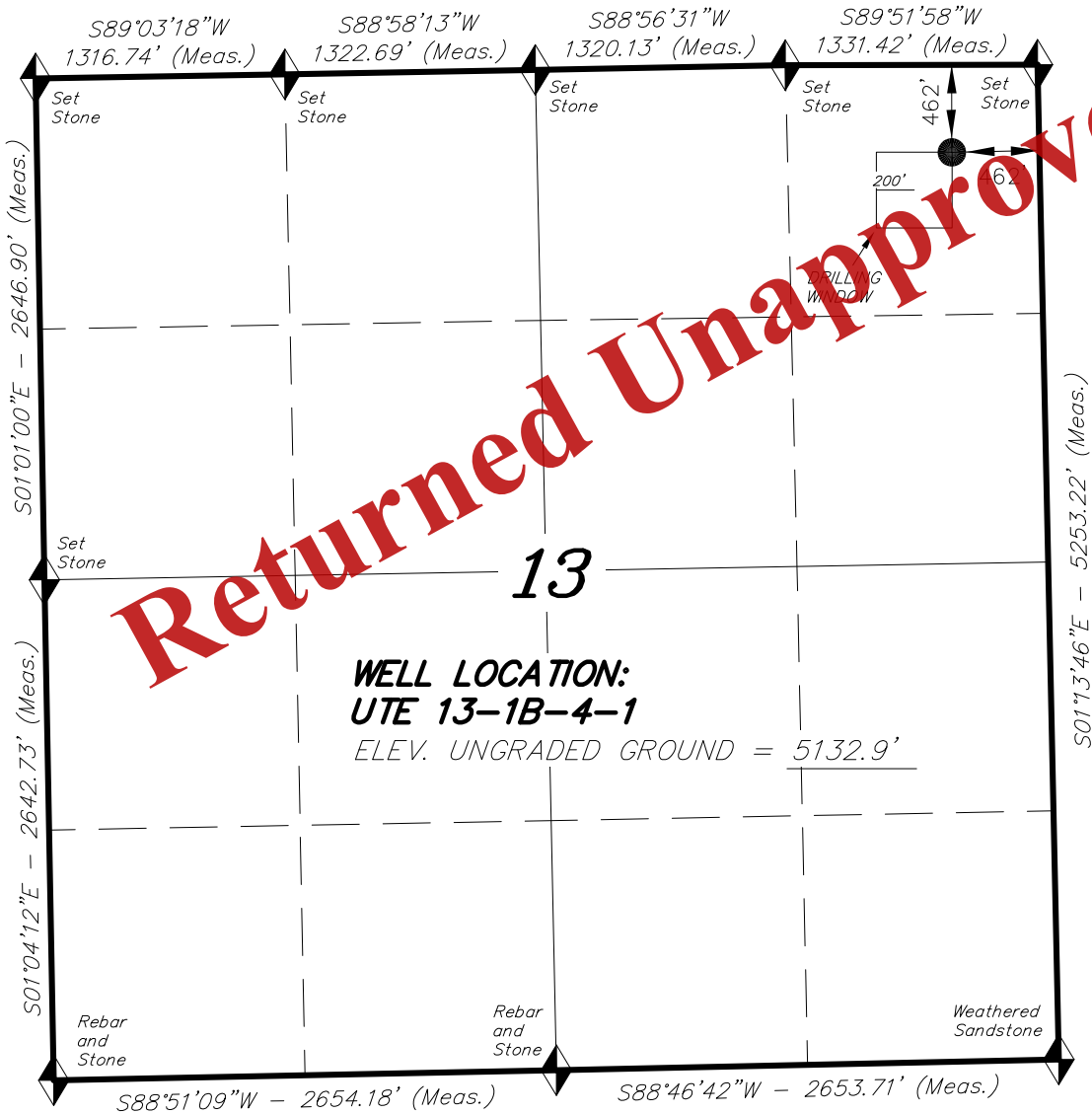
Received: May 03, 2012

Exhibit "A"

T4S, R1E, U.S.B.&M.

FINLEY RESOURCES INC.

WELL LOCATION, UTE 13-1B-4-1, LOCATED AS SHOWN IN THE NE 1/4 NE 1/4 OF SECTION 13, T4S, R1E, U.S.B.&M. UINTAH COUNTY, UTAH.



1000' 500' 0' 1000'

BAR SCALE

N

NOTES:

1. Well footages are measured at right angles to the Section Lines.
2. Bearings are based on Global Positioning Satellite observations.

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR No.189377 01-11-12 STACY W. STEWART STATE OF UTAH

REGISTERED LAND SURVEYOR
REGISTRATION No. [illegible]
STATE OF UTAH

= SECTION CORNERS LOCATED

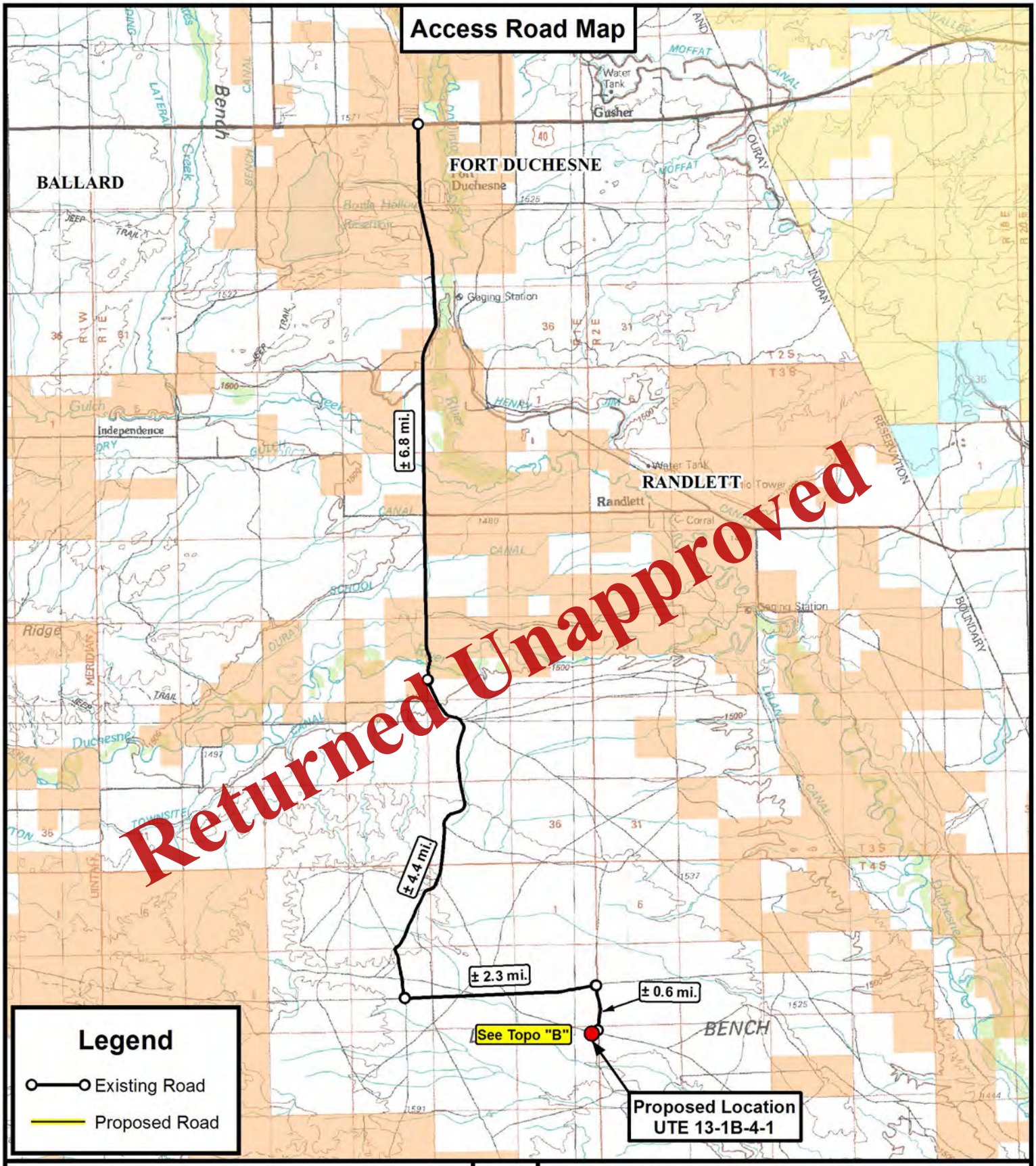
BASIS OF ELEV; Elevations are based on an N.G.S. OPUS Correction. LOCATION: LAT. 40°04'09.56" LONG. 110°00'43.28" (Tristate Aluminum Cap) Elev. 5281.57'

UTE 13-1B-4-1
(Surface Location) NAD 83
LATITUDE = 40° 08' 27.95"
LONGITUDE = 109° 49' 23.24"

TRI STATE LAND SURVEYING & CONSULTING
180 NORTH VERNAL AVE. - VERNAL, UTAH 84078
(435) 781-2501

DATE SURVEYED: 12-04-11	SURVEYED BY: C.D.S.
DATE DRAWN: 01-07-12	DRAWN BY: M.W.
REVISED:	SCALE: 1" = 1000'

Exhibit "B"



Tri State Land Surveying, Inc.
180 NORTH VERNAL AVE. VERNAL, UTAH 84078
P: (435) 781-2501
F: (435) 781-2518

N

FINLEY RESOURCES INC.

UTE 13-1B-4-1
SEC. 13, T4S, R1E, U.S.B.&M.
Uintah County, UT.

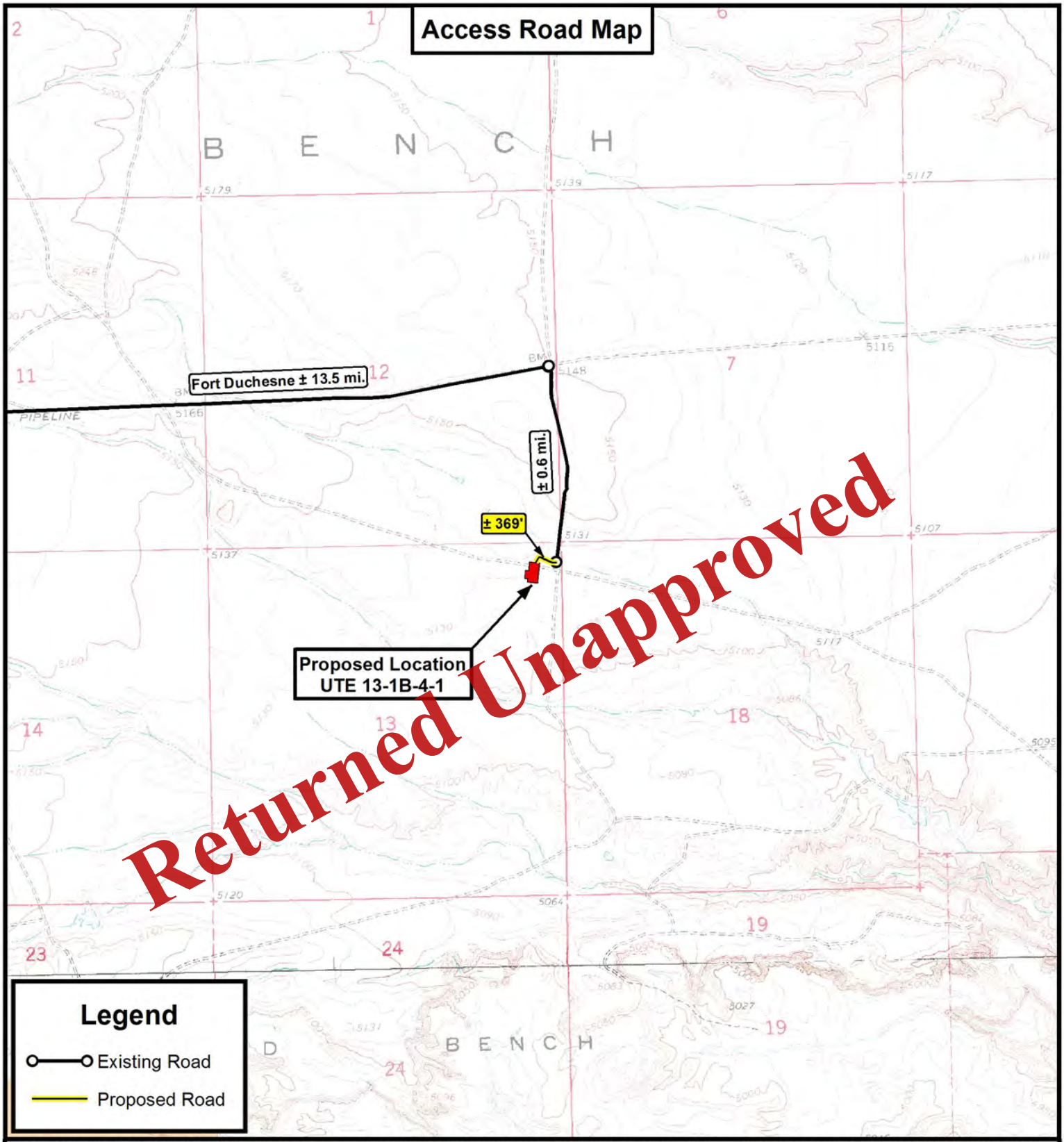
DRAWN BY:	D.C.R.	REVISED:	
DATE:	01-07-2012		
SCALE:	1:100,000		

TOPOGRAPHIC MAP

SHEET A

Received: May 03, 2012

Access Road Map



THE PARCEL INFORMATION SHOWN HAS NOT BEEN SURVEYED BY TRI-STATE LAND SURVEYING, INC. - TRI-STATE DOES NOT WARRANTY PROPERTY PARCEL DATA OR ANY ASSOCIATED INFORMATION. A PROPERTY SURVEY IS REQUIRED TO DETERMINE THE ACTUAL LOCATION OF PROPERTY LINES AND SHOW ACCURATE DISTANCES ACROSS PARCELS.

Tri State Land Surveying, Inc.
180 NORTH VERNAL AVE. VERNAL, UTAH 84078
P: (435) 781-2501
F: (435) 781-2518

N

FINLEY RESOURCES INC.

UTE 13-1B-4-1
SEC. 13, T4S, R1E, U.S.B.&M.
Uintah County, UT.

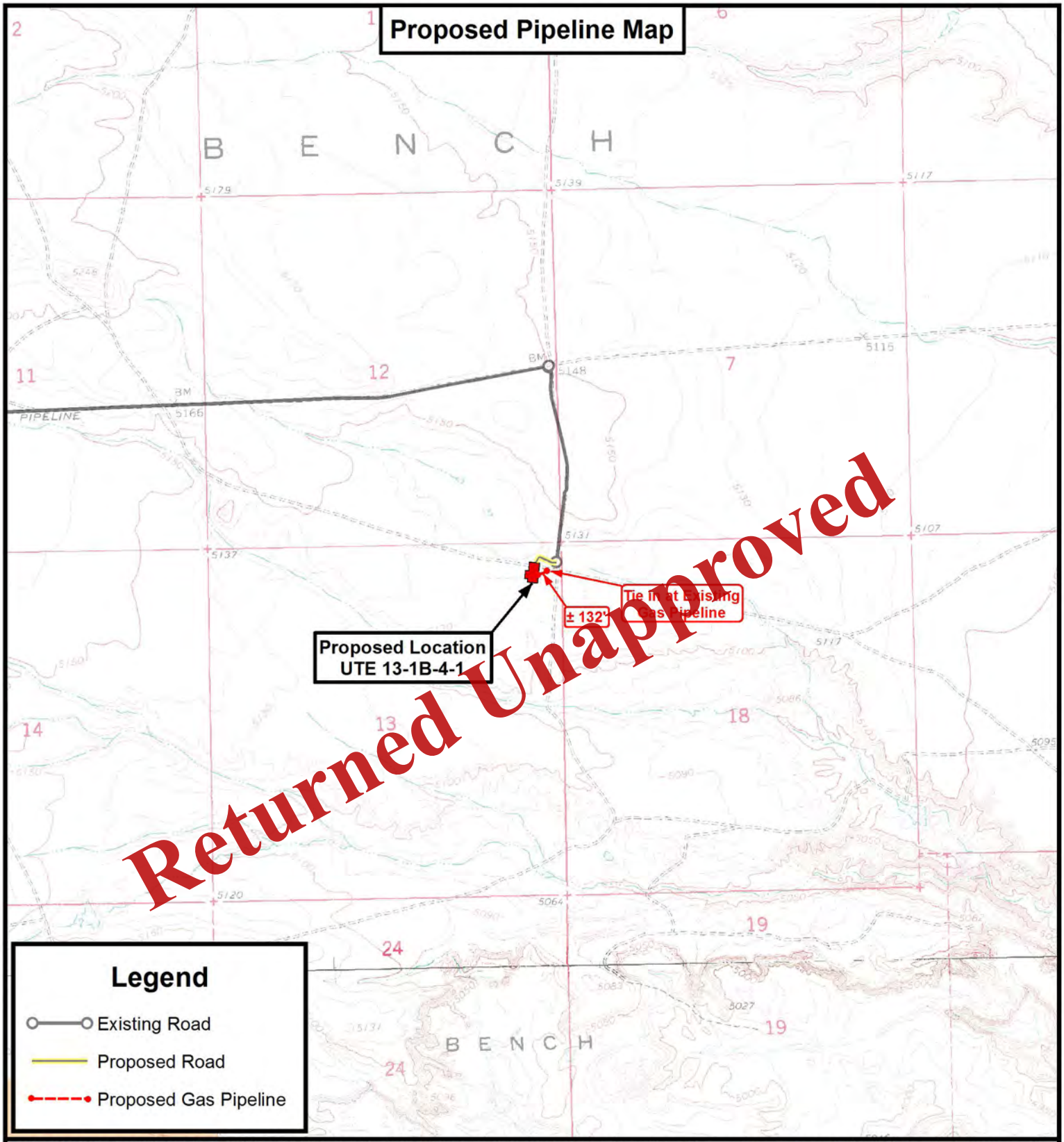
DRAWN BY:	D.C.R.	REVISED:
DATE:	01-07-2012	
SCALE:	1 " = 2,000 '	

TOPOGRAPHIC MAP

SHEET B

Received: May 03, 2012

Proposed Pipeline Map



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Tri State Land Surveying, Inc.
180 NORTH VERNAL AVE. VERNAL, UTAH 84078
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N

FINLEY RESOURCES INC.

UTE 13-1B-4-1
SEC. 13, T4S, R1E, U.S.B.&M.
Uintah County, UT.

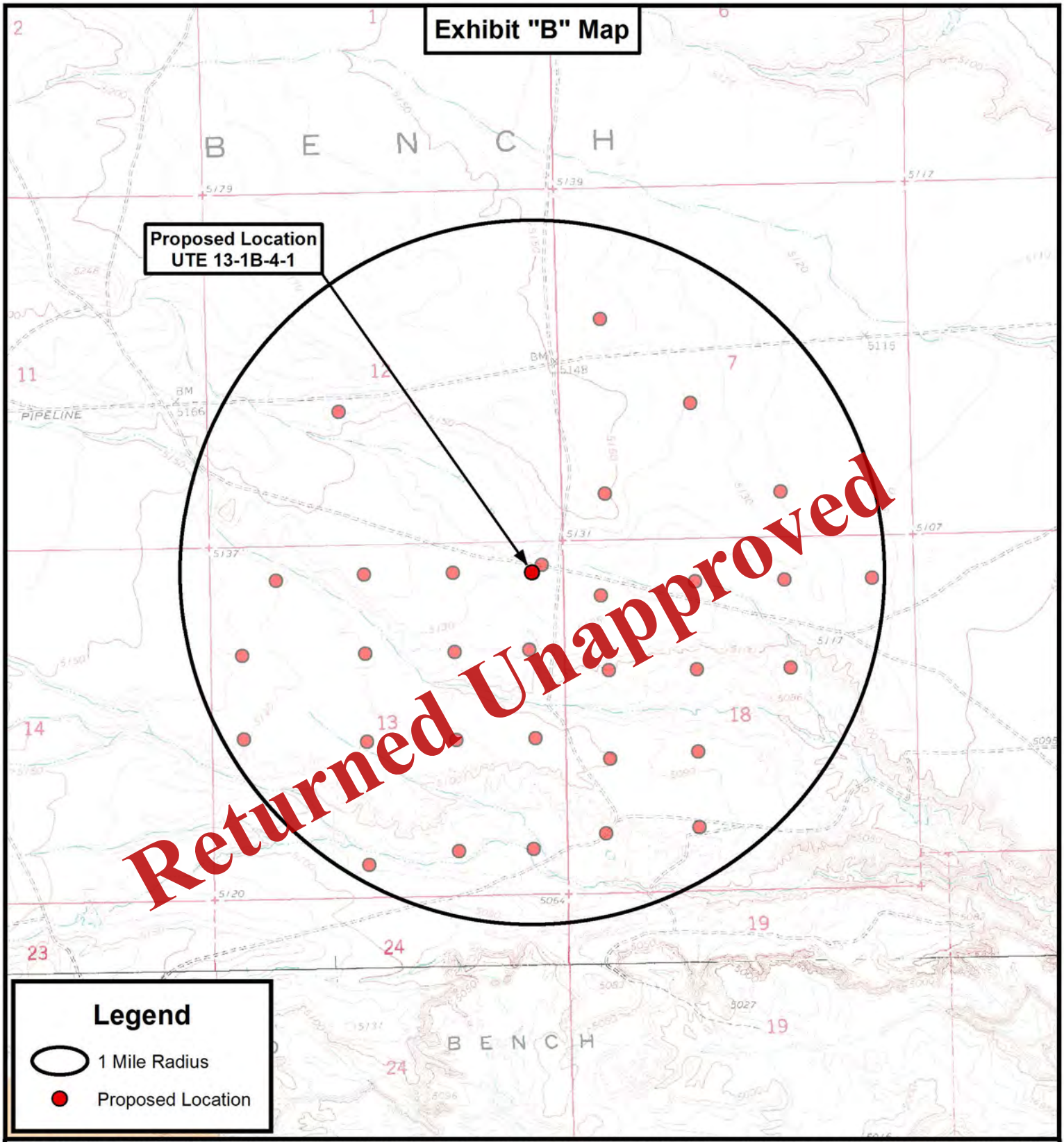
DRAWN BY:	D.C.R.	REVISED:
DATE:	01-07-2012	
SCALE:	1 " = 2,000 '	

TOPOGRAPHIC MAP

SHEET C

Received: May 03, 2012

Exhibit "B" Map



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N

FINLEY RESOURCES INC.

UTE 13-1B-4-1
SEC. 13, T4S, R1E, U.S.B.&M.
Uintah County, UT.

DRAWN BY:	D.C.R.	REVISED:
DATE:	01-07-2012	
SCALE:	1 " = 2,000 '	

TOPOGRAPHIC MAP

SHEET D

Received: May 03, 2012

MEMORANDUM OF SURFACE USE AGREEMENT
AND GRANT OF EASEMENTS

WHEREAS, Salradus, L.L.C., Bonnie Coleman managing member, whose address is 148 West Center Street, Heber City, UT 84032, Coleman Mountain Holdings, L.L.C., Mary Jo Coleman Adamson managing member, whose address is P.O. Box 610, Roosevelt, UT 84066, Joseph N. Coleman, Trustee of the Coleman Family Trust, dated June 7, 1991, whose address is 393 East Center, Heber City, UT 84032, and Leila Coleman, Trustee of the Coleman Family Trust dated June 28, 1991, whose address is 950 South 400 East #112, St. George, UT 84770 (hereinafter collectively referred to as "Coleman"), and Uintah Resources, Inc. whose address is 3165 E. Millrock Drive, Suite 550, Salt Lake City, UT 84121 ("Optionee"") (Coleman and Optionee are hereinafter collectively referred to as "Owner") and Finley Resources, Inc., whose address is P.O. Box 2200, Fort Worth, Texas, 76113 ("Operator"), have entered into that certain Easement, Right-of-Way and Surface Use Agreement, hereinafter the "SUA", dated effective April 24th, 2012 covering the following lands owned by Owner in Uintah County, Utah, to wit:

Township 4 South, Range 1East, U.S.M.
Section 13: All
Section 16: All
Section 23: N/2

hereinafter the "Lands"

WHEREAS, in the SUA Owner grants and conveys unto Operator a non-exclusive right to enter upon and use the Lands and Owner's adjacent lands for certain oil and gas related purposes, together with a right-of-way across the Lands to maintain and construct access roads, well sites, holding tanks and other such related facilities necessary for Operators oil and gas operations.

This Memorandum of Surface and Damage Agreement shall serve as notice of the agreement covering the Lands and that the SUA is binding upon Owner and Operator's respective successors and/or assigns.

The terms and provisions of the unrecorded SUA are referred to and incorporated herein, and made a part hereof to the same extent as though set out verbatim. Should any conflict arise between the terms of this Memorandum of Surface Use Agreement and Grant of Easements and the SUA, the terms of the SUA shall control.

Executed this 24th day of April, 2012.

OWNER:

Salradus LLC Bonnie S Coleman

Salradus, L.L.C.
Bonnie S. Coleman, managing member
148 West Center Street
Heber City, UT 84032

Coleman Mountain Holdings, L.L.C.
Mary Jo Coleman Adamson, Managing Member
P.O. Box 610
Roosevelt, UT 84066

Received: May 03, 2012

Coleman Family Trust
Joseph N. Coleman, Trustee
393 East Center
Heber City, UT 84032

The Coleman Family Trust
Leila Coleman, Trustee
950 South 400 East #112
St. George, UT 84770

Uintah Resources, Inc.
By: Todd Dana
Its: President

OPERATOR:

Finley Resources Inc.
By: Clinton Koerth
Its: Vice President

Received: May 03, 2012

Coleman Mountain Holdings, L.L.C.
Mary Jo Coleman, managing member.
610 N. Mesa Circle. PO Box 610
Roosevelt, UT 84066

Coleman Family Trust
Joseph N. Coleman, Trustee
393 East Center
Heber City, UT 84032

The Coleman Family Trust
Leila Coleman, Trustee
950 South 400 East #112
St. George, UT 84770

Uintah Resources, Inc.
By: ~~Todd Dana~~ Vincent J Memmott
Its: President

OPERATOR:

Finley Resources Inc.
By: Clinton Koerth
Its: Vice President

Received: May 03, 2012

Coleman Mountain Holdings, L.L.C.
Mary Jo Coleman Adamson, Managing Member
P.O. Box 610
Roosevelt, UT 84066

Coleman Family Trust
Joseph N. Coleman, Trustee
393 East Center
Heber City, UT 84032

The Coleman Family Trust
Leila Coleman, Trustee
950 South 400 East #112
St. George, UT 84770

Uintah Resources, Inc.
By: Todd Dana
Its: President

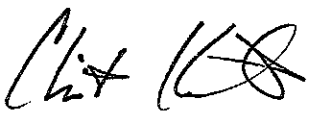
OPERATOR:

Finley Resources Inc.
By: Clinton Koerth
Its: Vice President

Leila Coleman, Trustee
950 South 400 East #112
St. George, UT 84770

Uintah Resources, Inc.
By: Todd Dana
Its: President

OPERATOR:

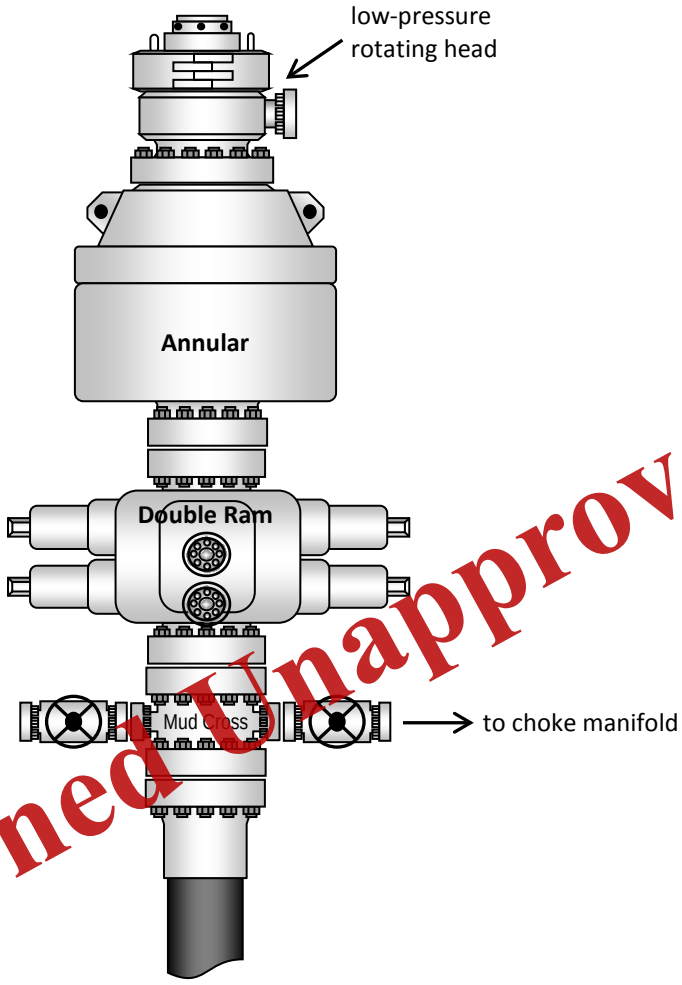


Finley Resources Inc.
By: Clinton Koerth
Its: Vice President

Received: May 03, 2012

Exhibit "E"

Typical 5M BOP stack configuration



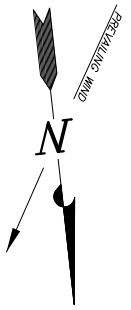
Received: May 03, 2012

FINLEY RESOURCES INC.

PROPOSED LOCATION LAYOUT

UTE 13-1B-4-1

Pad Location: NENE Section 13, T4S, R1E, U.S.B.&M.



TOPSOIL STOCKPILE
Approx. Dims. = 150'x30'x4'
Approx. Area = 3,910 Sq. Ft.
±430 Cu. Yds.

TOPSOIL STOCKPILE
Approx. Dims. = 50'x50'x4'
Approx. Area = 2,330 Sq. Ft.
±270 Cu. Yds.

EXCESS MATERIAL
Approx. Dims. = 110'x40'x10'
Approx. Area = 3,820 Sq. Ft.
±760 Cu. Yds.

TOPSOIL STOCKPILE
Approx. Dims. = 90'x40'x4'
Approx. Area = 4,120 Sq. Ft.
±470 Cu. Yds.

TOPSOIL STOCKPILE
Approx. Dims. = 60'x50'x10'
Approx. Area = 2,830 Sq. Ft.
±580 Cu. Yds.

5132
5133
F/0.1
C/0.3
C/0.3
STA. 3+05
50'
C/0.5
130'
5
6
C/1.0
STA. 2+35
A
B
C/0.5
C/0.7
2' High Perimeter Berm
Required Except Where Cut
Slopes Exceed this Height.
RESERVE PIT
(10' Deep)
1:1 Slopes
70'
80'
10' BENCH
C/0.7
C/0.8
1
120'
C/0.5
STA. 1+75
10'
C/1.2
40'
C
D
C/0.9
30'
50'
FLARE
PIT
7
C/1.1
8
C/1.0
WELL HEAD:
UNGRADED = 5132.9'
FIN. GRADE = 5132.4'
Edge of
Existing Pad
135'
175'
Existing Pipeline
Existing
Pump Jack
Existing
Well Head
(Do not Disturb)
Existing Two-Track
Toe of
Fill Slope
STA. 0+00
11
10
9
C/0.1
F/0.2
Existing
Anchor
(Typ)
C/0.2
PROPOSED ACCESS
ROAD (Max. 6% Grade)

Note:
Flare pit is to be located a Minimum of 100' from the Proposed Well Head.

Top of
Cut Slope

Note:
Topsoil to be Stripped From All New Construction Areas and Proposed Stock Pile Locations

NOTE:
The topsoil & excess material areas are calculated as being mounds containing 1,930 cubic yards of dirt (a 10% fluff factor is included). The mound areas are calculated with push slopes of 1.5:1 & fall slopes of 1.5:1.

REFERENCE POINTS
170' EASTERLY – 5133.0'
220' EASTERLY – 5132.7'
180' SOUTHERLY – 5132.5'
230' SOUTHERLY – 5132.4'

SURVEYED BY:	C.D.S.	DATE SURVEYED:	12-04-11
DRAWN BY:	M.W.	DATE DRAWN:	01-07-11
SCALE:	1" = 60'	REVISED:	

Tri State Land Surveying, Inc. (435) 781-2501
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

Received: May 03, 2012

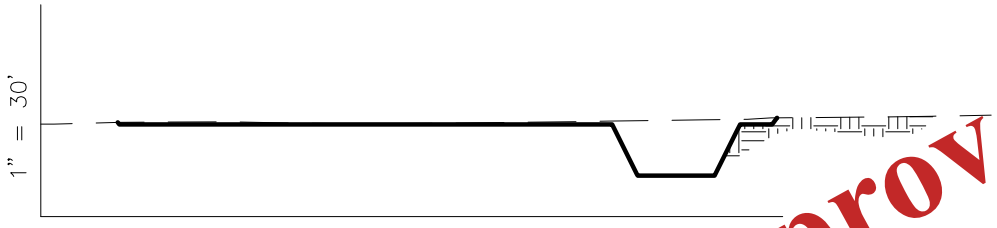
FINLEY RESOURCES INC.

CROSS SECTIONS

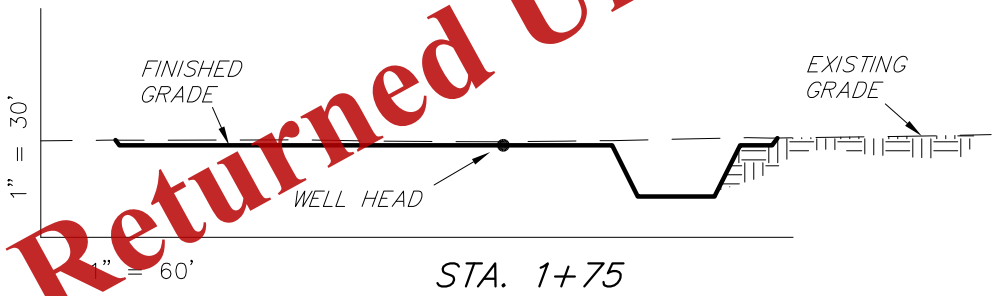
UTE 13-1B-4-1

Pad Location: NENE Section 13, T4S, R1E, U.S.B.&M.

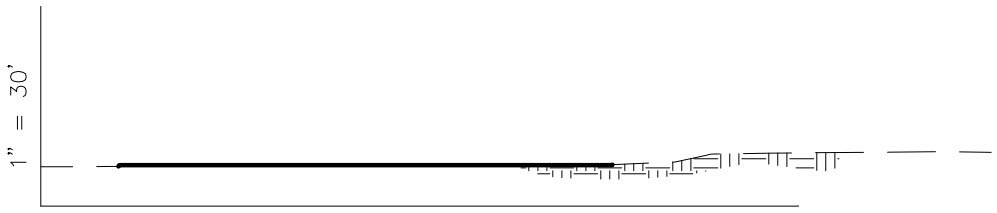
STA. 3+05



STA. 2+35



STA. 1+75



STA. 0+00

NOTE:
UNLESS OTHERWISE NOTED
CUT SLOPES ARE AT 1.5:1
FILL SLOPES ARE AT 1.5:1

ESTIMATED EARTHWORK QUANTITIES
(No Shrink or swell adjustments have been used)
(Expressed in Cubic Yards)

ITEM	CUT	FILL	6" TOPSOIL	EXCESS
PAD	350	350	Topsoil is not included in Pad Cut Volume	0
PIT	690	0		690
TOTALS	1,040	350	1,070	690

SURVEYED BY:	C.D.S.	DATE SURVEYED:	12-04-11
DRAWN BY:	M.W.	DATE DRAWN:	01-07-11
SCALE:	1" = 60'	REVISED:	

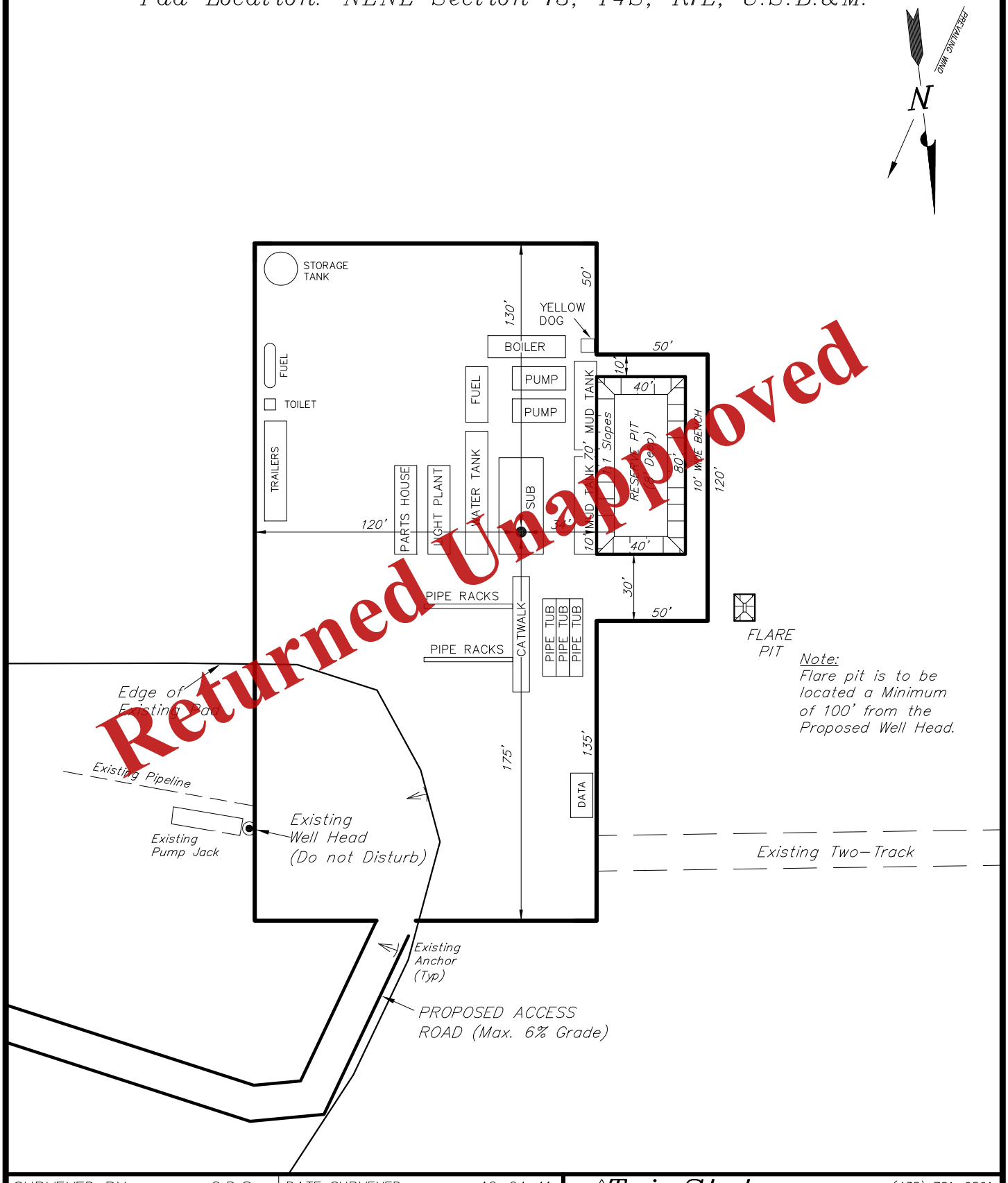
Tri State Land Surveying, Inc.
(435) 781-2501
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

FINLEY RESOURCES INC.

TYPICAL RIG LAYOUT

UTE 13-1B-4-1

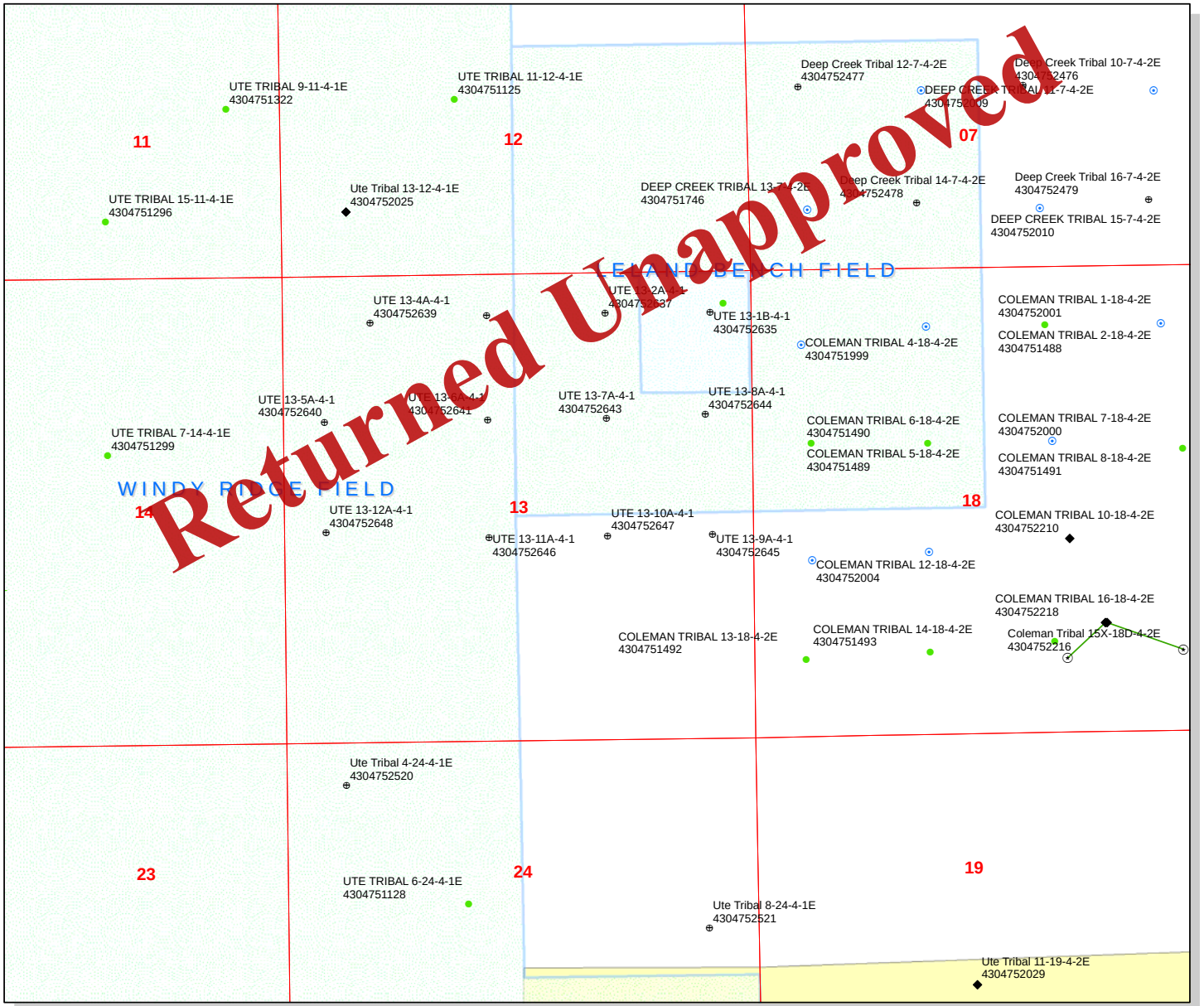
Pad Location: NENE Section 13, T4S, R1E, U.S.B.&M.



SURVEYED BY:	C.D.S.	DATE SURVEYED:	12-04-11
DRAWN BY:	M.W.	DATE DRAWN:	01-07-11
SCALE:	1" = 60'	REVISED:	

Tri State Land Surveying, Inc. (435) 781-2501
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

Received: May 03, 2012



API Number: 4304752635

Well Name: UTE 13-1B-4-1

Township T0.4 . Range R0.1 . Section 13

Meridian: UBM

Operator: FINLEY RESOURCES INC

Map Prepared:
Map Produced by Diana Mason

Units
STATUS
ACTIVE
EXPLORATORY
GAS STORAGE
NF PP OIL
NF SECONDARY
PI OIL
PP GAS
PP GEOTHERML
PP OIL
SECONDARY
TERMINATED

Fields
STATUS
Unknown
ABANDONED
ACTIVE
COMBINED
INACTIVE
STORAGE
TERMINATED

Wells Query
Status
APD - Aproved Permit
DRL - Spuded (Drilling Commenced)
GIW - Gas Injection
GS - Gas Storage
LA - Location Abandoned
LOC - New Location
OPS - Operation Suspended
PA - Plugged Abandoned
PGW - Producing Gas Well
POW - Producing Oil Well
RET - Returned APD
SGW - Shut-in Gas Well
SOW - Shut-in Oil Well
TA - Temp. Abandoned
TW - Test Well
WDW - Water Disposal
WIW - Water Injection Well
WSW - Water Supply Well

1,500 750 0 1,500 Feet

1:14,013

Received: May 10, 2012

GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah
DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

June 26, 2012

FINLEY RESOURCES INC
PO Box 2200
Fort Worth, TX 76113

Re: Application for Permit to Drill - UINTAH County, Utah

Ladies and Gentlemen:

The Application for Permit to Drill (APD) for the UTE 13-1B-4-1 well, API 43047526350000 that was submitted May 03, 2012 is being returned unapproved. If you plan on drilling this well in the future, you must first submit a new application.

Should you have any questions regarding this matter, please call me at (801) 538-5312.

Sincerely,

Diana Mason
Environmental Scientist

Enclosure
cc: Bureau of Land Management, Vernal, Utah